

viability to government control. "It is not merely the sporadic abuse of power by the censor but the pervasive threat inherent in its very existence that constitutes the danger to freedom of expression." Thornhill v. Alabama, 310 U.S. 88, 97 (1940).

b. The Rate Provisions of the Cable Act Are Particularly Offensive.

The constitutional offense of the Cable Act's rate regulation provisions reaches still deeper than the obvious impermissible targeting of a First Amendment medium. Under the minimum content requirements of the rate regulations, cable operators must price all mandated over-the-air stations at a single rolled-in rate (the basic tier), but may price cable programs separately (singly or in clusters). The directly regulated basic tier will feature the lowest rate for the service with the most subscription. Thus over-the-air broadcasters necessarily will reach the system's largest audience and garner the lion's share of advertising revenues. Cable networks, like The Learning Channel and The Discovery Channel, will be carried, if at all, on more costly tiers, which necessarily reduces their audience.

Both The Discovery Channel and The Learning Channel have usually been carried on the basic service level. Several cable operators that had been considering carrying The Learning Channel as basic programming are now considering carrying The Learning Channel only as part of a new, experimental tier with a much more limited audience. Similarly, a number of cable operators will move The Discovery Channel off the basic tier to minimize

exposure to rate regulation. The audience for The Discovery Channel and The Learning Channel will therefore be artificially reduced, limiting their revenues and disadvantaging them vis-a-vis over-the-air broadcasters. Hendricks Decl. ¶¶ 21, 23-24.

The Cable Act's inevitable regulation-induced diminution of basic programming is a four-fold offense to the First Amendment: (1) it significantly reduces the likelihood that programmers like The Discovery Channel and The Learning Channel will reach their intended audience; (2) it deprives basic subscribers of additional worthy programming regardless of their preferences; in other words, it reduces diversity at the most accessible level; (3) by defining the minimum content of the basic tier (in many cases, the likely maximum), the Cable Act unconstitutionally favors one class of speakers over another; and (4) it impermissibly infringes on the editorial judgment of cable operators. Such regulation has never been tolerated for other protected First Amendment speakers. No justification exists for targeting the cable medium with such burdensome regulations.

2. The Act's Limitations on Vertically Integrated Programs Force Speech and Go Beyond Unfair Competition Laws of General Applicability to Target First Amendment Speakers With Onerous Regulations.

Section 19 of the Cable Act prohibits exclusive contracts between vertically-integrated satellite cable programmers, such as The Discovery Channel and The Learning Channel, and any cable system operator, unless the FCC concludes that a particular exclusive arrangement is in the public interest. The Act also

requires such programmers to offer their programming to all purchasers at the same price, terms, and conditions of sale. These provisions force speech in violation of the First Amendment. The government assuredly could not compel a columnist with stock holdings in certain newspapers to sell his or her columns to any newspaper or other publisher that desired them, and further compel equivalent pricing and conditions of sale.

The valuable property right of exclusivity is an integral part of programmers' and operators' speech and editorial decisionmaking. See United Video, Inc. v. FCC, 890 F.2d 1173, 1181-82 (D.C. Cir. 1989). Exclusive licenses encourage cable operators to promote programs without fear that the promotion will benefit a rival who also is showing the program. Cable programmers, particularly start-up operations, also can increase their audience by offering an exclusive license as an inducement to a reluctant cable operator.

Exclusive contracts are widely used in the television industry. As the court in Ralph C. Wilson Industries, Inc. v. American Broadcasting Co., 598 F. Supp. 694, 700 (N.D. Cal. 1984) recognized:

Exclusivity is prevalent within the television broadcasting industry. The networks -- ABC, CBS and NBC -- choose one local station affiliate within each recognized geographic television market. Each affiliate can present a unique program schedule. Similarly, suppliers of non-network programming license programs to a single station within each recognized geographic market.

By precluding programmers such as The Discovery Channel and The Learning Channel from using exclusive contracts when their competitors, including programmers affiliated with broadcasters, are using them puts plaintiffs at a significant competitive disadvantage.

The government cannot restrict such decisionmaking with laws targeted at certain classes of First Amendment speakers. Minneapolis Star, 460 U.S. at 592; Midwest Video, 571 F.2d at 1053 ("Government control of business operations must be most closely scrutinized when it affects communication of information and ideas."). Denying vertically-integrated programmers the possibility of entering into exclusive contracts, while permitting unintegrated programmers to do so, clearly favors the latter over the former.

The Act's limitation on vertically-integrated programmers also unconstitutionally favors one class of speakers over another. The Discovery Channel and The Learning Channel compete with non-integrated programmers and with programmers such as ESPN, CNBC and A&E, in which broadcast companies such as ABC and NBC have a significant ownership interest. The Act does not limit the ability of these cable programmers to enter into exclusive contracts or to discriminate in price, terms, or conditions of sale. Thus, the Act places The Discovery Channel and The Learning Channel at a competitive disadvantage with respect to dissemination of speech. There is no constitutional justification for singling out and discriminating against

vertically integrated cable programmers such as The Discovery Channel and The Learning Channel.

The provisions governing vertical integration give vertically integrated over-the-air broadcasters a competitive advantage not just at the programming level, by affording preferential treatment to their own cable program services (ESPN, CNBC and A&E), but also at the transmission level, by among other things affording them carriage protection. Hendricks Decl.

¶ 30. Integrated over-the-air broadcasters therefore receive a double preference from the Cable Act.

The Act's limitation on vertically-integrated programmers cannot be justified as necessary measures to check undue market power and unfair competition. Vigorous enforcement of antitrust and unfair competition laws more narrowly and precisely achieves the asserted interest, see Riley, 487 U.S. at 800, if in fact any significant harm flows from exclusive arrangements. As the Attorney General and the Secretary of Commerce explained in setting forth their objections to the cable regulation legislation:

Exclusive distribution arrangements are common in the entertainment industry and encourage the risk-taking needed to develop new programming. Requiring programming networks that are commonly owned with cable systems to make their product available to competing distributors could undermine the incentives of cable operators to invest in developing new programming. This would be to the long-term detriment of the American public. If competitive problems emerge in this area, they can and should be addressed under the existing antitrust laws.

Letter to Hon. Edward J. Markey, Chairman of House Subcommittee on Telecommunications and Finance (April 1, 1992); see also H.R. Rep. 628, 102d Cong., 2d Sess. 168 (Additional Views of Thomas J. Manton).

3. The Must-Carry Rules Force Speech, Dictate Editorial Format, Favor Broadcasters Over Cable Programmers, Force Plaintiffs to Vie for Artificially Diminished Channel Positions, and Reduce Their Audience.

Sections 4 and 5 of the Cable Act (§§ 614 & 615 of the 1934 Communications Act, as amended) require each cable system to carry local commercial over-the-air broadcast stations on as many as one-third of the cable operator's channel capacity, plus low power stations and non-commercial educational stations. Congress justified this major co-optation of cable as necessary to insure that viewers would continue to receive local broadcasts:

The Federal Government has a substantial interest in having cable systems carry the signals of local commercial television because the carriage of such signals is necessary to serve the goals. . . fair, efficient, and equitable distribution of broadcast services. [Section 2(a)(9); see also Sections 2(a)(7)-(18)].

The speciousness of this rationale is demonstrated by the Congress' simultaneously granting over-the-air broadcasters the option of withholding their fare altogether unless their fee demands are met. Cable Act §6.

In any event, the must-carry provisions unconstitutionally favor broadcasters over cable programmers. Each cable system carries a finite number of channels for transmitting programs. The requirement that each cable operator dedicate substantial

capacity to over-the-air broadcast programs limits the number of channels available for cable signals, and will force cable operators now operating at full capacity to drop cable networks to comply with the must-carry provisions.

Cable networks such as The Discovery Channel and The Learning Channel must compete for the remaining available usable channels. Popular networks, such as The Discovery Channel, will face artificially stiffer competition for the remaining channels. Newer networks, such as The Learning Channel, face almost certain exclusion in a number of cable markets. Thus the opportunity and the right of The Discovery Channel and The Learning Channel to communicate will be unconstitutionally curtailed.^{16/} Hendricks Decl. ¶ 34.

The constitutionality of must-carry rules has been tested in the courts before. The D.C. Circuit struck down the FCC's must-carry rules twice. Quincy Cable TV, 768 F.2d at 1450-51; Century Communications, 835 F.2d at 304-05. The must-carry provisions in the Act are not constitutionally distinguishable from the must-carry rules previously held unconstitutional. The

^{16/} The leased access provisions of the Cable Communications Policy Act of 1984, as further regimented by the 1992 Cable Act, require cable operators to set aside a certain percentage of channel capacity for commercial leasing under FCC rules. This requirement compounds the infirmity of the must-carry requirements by preempting even more channels for which The Discovery Channel and The Learning Channel might otherwise compete.

new rules still "coerce speech,"^{17/} and they still "favor one group of speakers over another. They severely impinge on editorial discretion." Quincy Cable TV, 768 F.2d at 1450.

"Mandating speech that a speaker would not otherwise make necessarily alters the content of the speech," and is therefore a "content-based regulation of speech," which "is subject to exacting First Amendment scrutiny." Riley, 487 U.S. at 795, 798. The must-carry rules force speech far more egregiously than the right of reply struck down in Tornillo. The Court there held that even a one-time reply requirement offended the First Amendment. The must-carry rules, by contrast, enforce permanent carriage of broadcast signals. See Passaic Daily News v. National Labor Relations Bd., 736 F.2d 1543, 1558 (D.C. Cir. 1984) ("Because the Supreme Court was unwilling to sanction even a one-time publication order, we are unwilling to sanction a publication order requiring the Company to publish Stoddard's column repeatedly.").

Ironically, broadcasters have vigorously asserted their First Amendment "freedom from being coerced into unwanted expression." Amiri v. WUSA TV-Channel Nine, 751 F. Supp. 211, 212 (D.D.C. 1990), aff'd, 946 F.2d 1563 (D.C. Cir. 1991), cert.

^{17/} Quincy Cable TV, 768 F.2d at 1452 (the rules "require the operator to carry the signals of local broadcasters regardless of their content and irrespective of whether the operator considers them appropriate programming for the community it serves. . . . The more certain injury stems from the substantial limitations the rules work on the operator's otherwise broad discretion to select the programming it offers its subscribers.") (citing Tornillo).

denied, 112 S.Ct. 1230 (1992). In Amiri, the broadcaster claimed a "first amendment privilege to decide what news it will broadcast," and declared that the plaintiff did "not have the right to appropriate means owned by others" to broadcast his views. Id. at 211. The D.C. district court agreed and dismissed the claim. The cable industry should receive no less protection.^{18/}

The factual predicate for the new must-carry rules--that cable operators will routinely drop broadcast signals absent mandatory carriage requirements--is no more compelling now than it was in 1987 when the D.C. Circuit said it simply was not so. Century Communications, 835 F.2d at 303 ("The Commission relies heavily on its assumption that in the absence of must-carry rules, cable companies would drop local broadcasts. Experience belies that assertion.").^{19/}

^{18/} In striking down the FCC's must-carry rules, the D.C. Circuit noted that "must-carry rules transfer control to local broadcasters who already have a delivery mechanism granted by the government without cost and capable of bypassing the cable system altogether." Quincy Cable TV, 768 F.2d at 1452-53.

^{19/} The D.C. Circuit noted further that "the FCC's judgment that transitional rules are needed is predicated not upon substantial evidence but rather upon several highly dubious assertions of the FCC, from which we conclude that the need for a new saga of must-carry rules is more speculative than real." Century Communications, 835 F.2d at 300; see also Quincy Cable TV, 768 F.2d at 1454 ("[T]he mere abstract assertion of a substantial governmental interest, standing alone, is insufficient to justify the subordination of First Amendment freedoms.").

Congress' assertion of a "substantial likelihood" that "local broadcast signals will be deleted, repositioned, or not carried" without must-carry rules, and that the "economic viability of free local broadcast television . . . will be seriously jeopardized," Cable Act § 2(a)(15) -(16), is belied by its simultaneous finding that broadcast programming is "the most popular programming on cable systems," and that cable systems "obtain great benefit from local broadcast signals." Cable Act § 2(a)(19).^{20/}

4. The Channel Positioning Preferences Dictate Editorial Format, Artificially Distort Editorial Format, and Favor Broadcasters Over Cable Programmers.

Sections 4 and 5 of the Cable Act (§§ 614(b)(6) and 615(g)(5) of the 1934 Act, as amended) require each operator to retransmit the mandatorily-carried local commercial and non-commercial educational stations on the channel number on which each such station is currently broadcast, or was broadcast on

^{20/} Indeed, according to the FCC's factfinding, the total number of commercial television stations increased by almost 25 percent since the demise of the must-carry rules, which is hardly evidence of a market stunted by the avarice of cable operators. Setzer & Levy, Broadcast Television in a Multichannel Marketplace, FCC Office of Plans and Policy, at 15 (June 1991). See Century Communications, 835 F.2d at 304 ("when trenching on first amendment interests, even incidentally, the government must be able to adduce either empirical support or at least sound reasoning on behalf of its measures") (emphasis added). Moreover, FCC factfinding since Century indicates that cable systems carry most local broadcast stations, and that virtually all cable systems carry at least one local affiliate of each network. FCC Staff Report, Policy & Rules Division of the Mass Media Bureau, Cable System Broadcast Signal Carriage Report, at 11, 13 (Sep. 1, 1988).

January 1, 1992, or on July 19, 1985 (the date of the Quincy decision striking down the FCC's must-carry rules). This editorial format requirement clearly injures cable programmers that are displaced or want to negotiate for channel position.

Channel positioning is a significant factor in the audience reached by a broadcast or cable network. Lower channel numbers, and channels in proximity to other popular channels, typically reach larger audiences. Cable networks such as The Discovery Channel with preferable channel positions face displacement by over-the-air stations. Cable audiences associate a network like The Discovery Channel with the channel on which it has been traditionally carried. Cable networks forced to change channels will lose audience recognition. Newer networks, like The Learning Channel, will be foreclosed from more favorable slots no matter how attractive the programming. Hendricks Decl. ¶ 37.

Requiring cable operators to give preference to over-the-air broadcasters in making channel assignments invades the editorial judgment of cable operators by mandating the systems' format and denies cable programmers access to better positions. Giving over-the-air broadcasters channel positioning rights favors that class of speakers over another class of speakers, cable networks, in violation of the First Amendment.

II. PLAINTIFFS DEMONSTRATION OF FIRST AMENDMENT INJURY IS A SUFFICIENT SHOWING OF IRREPARABLE INJURY TO SUPPORT THE PRELIMINARY INJUNCTION.

Absent an injunction, the challenged provisions of the Act will take effect, resulting in the consequences described above. These consequences of the Cable Act, as established above, constitute First Amendment injuries. A First Amendment injury is an irreparable injury for purposes of a preliminary injunction. As the Supreme Court has held, "The loss of First Amendment freedoms, for even minimal periods of time, unquestionably constitutes irreparable injury." Elrod v. Burns, 427 U.S. 347, 373 (1976).

Cable programmers such as plaintiffs will suffer immediate First Amendment injury. In fact, The Learning Channel already is experiencing considerably greater difficulty securing carriage as systems brace for the impact of must-carry and rate regulation. The broad revamping and distortion of the cable medium wrought by the Cable Act is already altering the character of the industry to the detriment of programmers, operators, and ultimately viewers.^{21/}

^{21/} As to the other elements of the preliminary injunction standard, The Discovery Channel and The Learning Channel adopt pages 42-44 in the Memorandum filed by Turner Broadcasting System, Inc. in support of its motion for preliminary injunction.

CONCLUSION

The Cable Act is unconstitutional because it forces cable speech, invades cable editorial discretion, favors broadcasters over cable speakers, targets the cable medium with special burdensome regulations, and targets certain members within the cable industry with laws that needlessly exceed the scope of laws of general applicability. The Discovery Channel's and The Learning Channel's Motion for Preliminary Injunction should be granted.

Respectfully Submitted,



Allan A. Tuttle
D.C. Bar No. 236976
Garret G. Rasmussen
D.C. Bar 239616
Kenneth L. Glazer
D.C. Bar No. 411695
G. Kendrick Macdowell
(D.C. Bar # pending)
Texas Bar #12759100

PATTON, BOGGS & BLOW
2550 M Street, N.W.
Washington, D.C. 20037
(202) 457-6000

Attorneys For The Plaintiffs
Discovery Communications Inc. and
The Learning Channel, Inc.

DISCOVERY COMMUNICATIONS, INC.,
and
THE LEARNING CHANNEL, INC.,
Plaintiffs,
v.
UNITED STATES OF AMERICA,
and
FEDERAL COMMUNICATIONS COMMISSION
Defendants.

Civil Action No. _____

2. Discovery Communications, Inc. acquired The Learning Channel in early 1991 as a complimentary service to the Discovery Channel for \$31.5 million. Discovery Communications improved The Learning Channel's programming and relaunched it in October,

1991. To date, Discovery Communications has invested an additional \$43 million revamping and upgrading The Learning Channel. Discovery Communications plans to spend an additional \$150 million on The Learning Channel over the next few years.

3. The Learning Channel currently provides 18 hours of programming every day of the week. It is carried on approximately 15% of cable systems in the United States.

4. The Learning Channel is the only cable network that offers people of all ages enjoyable, entertaining ways to learn and to satisfy their natural curiosity. The Learning Channel features entertaining educational programming for people of all ages. The Learning Channel's programming includes:

a. Preschool educational programming. The Learning Channel is offering breakthrough programming to prepare pre-schoolers for school. Starting December 28, 1992, The Learning Channel will introduce a six-hour block of commercial-free preschool educational programming on weekday mornings, known as "Ready, Set, Learn." Its objective is to enhance readiness for school. Rooted in proven learning methods and designed to hold youngsters' attention, the "Ready, Set, Learn" programs aim to develop preschoolers' skills across the learning spectrum. Children are exposed to developmental learning areas such as reasoning, whole language learning, social interaction, basic reading, conceptualization and imagination. "Ready, Set, Learn" is recommended for viewing by the National Education Association ("NEA"). It follows the seven steps expressed in the education mandates from the Carnegie Foundation For The Advancement of Teaching. According to John Hendricks, Chairman of Discovery

Communications, Inc. "It is up to all of us in the television industry to contribute to the enrichment and preparedness of pre-school children. We saw a glimpse of that promise and vision in the early years of television, but that vision fell victim to commercially-driven programming that primarily targets adults, not children." For more details of "Ready-Set, Learn" see Exhibit A hereto.

b. Elementary school programming. The Learning Channel programming aimed at elementary school students includes "Beakman's World", "Ask Cassie or Laurie" and "Mad Math," which teaches fractions, decimals, and ratios in an entertaining manner. Starting in January, The Learning Channel will carry a weekly hour-long, commercial-free program, "The Learning Channel Elementary School." This series will provide teachers with copyright-cleared programming which teachers can tape and use in their classrooms for up to 2 years to supplement curriculum materials. It will be the only such series available to elementary school teachers. For more details about The Learning Channel's programming for elementary school students, see Exhibit B hereto.

c. High School programming. Weekly programs such as "A Practical Guide to the Universe" and "Ten Great Writers" are offered for high-school age and others. The Learning Channel also offers a service called "So You Want to Be In [name of profession]" which introduces young people to different career opportunities in many industries. For more details, see Exhibit C hereto.

d. Adult education programming. The Learning Channel's "No Problem" is a weekly series designed to teach English to Spanish-speaking people. To help illiterate adults learn to read, The Learning Channel presents a weekly series entitled "Learn to Read." Also in September, on International Literacy Day, The Learning Channel premiered a special one-hour program "To Read" in partnership with the Newspaper Association of America. The Learning Channel also offers other practical programming that makes people more competent in their daily life. For more details about this programming, see Exhibit D hereto.

e. Teacher training programming. The Learning Channel's "Teacher TV" is produced by, for, and about teachers. It appears weekly and concerns such topics as school reform, teacher innovation, profiles of outstanding educators and teacher training. It is recommended for viewing by the NEA. For more details on programming for teachers, see Exhibit E hereto.

5. Although a service called "The Learning Channel" has been in existence since the early 1980's, The Learning Channel is regarded as a start-up channel because of the substantial changes Discovery Communications made to it after acquiring it in 1991. As a start-up channel, it is struggling to obtain channel space. Cable system operators generally have between 36 and 54 channel spaces available for programming. The Learning Channel usually vies for one of the last available channel spaces.

6. Prior to the passage of the Cable Act of 1992, The Learning Channel's efforts to expand its carriage were succeeding. The Learning Channel was adding 400,000 new

subscribers per month by late summer 1992. After the Cable Act became law, The Learning Channel growth slowed substantially. The Learning Channel now projects it will add fewer than 75,000 subscribers per month on average, and The Learning Channel may even experience a loss of subscribers as cable operators replace it with must-carry programming mandated by the Act. The Learning Channel currently has about 17.5 million subscribers.

7. The Act's requirement that cable operators must carry local over-the-air broadcast stations has harmed The Learning Channel. Cable operators who had been considering adding The Learning Channel have not done so because of the need to preserve channel space for mandated local over-the-air broadcasting stations. Among the cable operators who have refused to add The Learning Channel because of the Act's requirements are Continental Cablevision in Stockton, California, Continental Cablevision in Marysville, California, and Bresnan Cable in Essexville, Michigan.

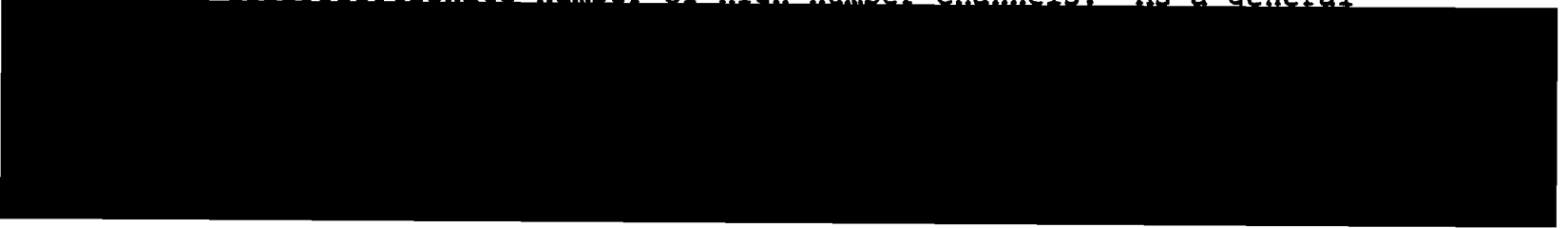
8. The must-carry provisions of the Act also will cause The Learning Channel to be dropped by some cable operators to make room for additional local over-the-air broadcast stations. For example, TKR in Piscataway, New Jersey has informed The Learning Channel that it may have to drop three cable networks, which may include The Learning Channel in order to add three local independent broadcasters as required by the Act.

9. The Act's rate-regulation provisions are harming The Learning Channel. The Act specifies the minimum content of a basic rate-regulated tier of programs, which will have the widest audience. Cable programs, including The Learning Channel, are

not specified for inclusion, and no cable operator has offered to put The Learning Channel in the minimum tier. Rather than being considered for the basic tier, The Learning Channel is now being considered in most cases only for inclusion in a new experimental tier which will have a very limited audience. Among the cable systems who were considering adding The Learning Channel to basic service, but who now will only consider adding it as part of an experimental new tier, are Scripps Howard of Chattanooga, Tennessee, and Scripps Howard of Knoxville, Tennessee. The Learning Channel has reduced its long-term subscriber projections by more than 25% because of the impact of the movement of The Learning Channel to higher tiers as a result of the Cable Act of 1992.

10. The increased financial pressure caused by rate regulation also has injured The Learning Channel. Thus, some cable system operators have expressed greater reluctance to carry programming such as The Learning Channel which have fewer revenue generating opportunities. For example, a cable system in Corona, California is no longer considering adding The Learning Channel, but will fill its remaining channel space with pay-per-view channels and must-carry requirements.

11. The Act's "channel positioning" provision reserves for over-the-air broadcast stations the cable channel which corresponds with its over-the-air broadcast channel. Thus, over-the-air broadcasters will obtain a disproportionate number of low number channels and cable programmers will have a disproportionate number of high-number channels. As a general



than high-number channel numbers. When viewers "graze" or "browse" through channels, they generally start at the low channel numbers.

12. The Act's requirement that a vertically-integrated programmer such as The Learning Channel offer the same "prices, terms and conditions of sale" to all cable systems except for limited cost-justified differences will restrict the audience for The Learning Channel. The Learning Channel, like any start-up service, needs to have the flexibility to make special price concessions necessary to induce certain cable systems to carry it. There is no good reason why a cable programmer owned or partially owned by a broadcaster such as ESPN or Arts & Entertainment Network can make price concession, but The Learning Channel cannot.

13. The Act's restriction of the use of exclusive contracts by vertically integrated programmers also threatens to reduce the audience for The Learning Channel. The Learning Channel uses exclusive contracts when it is in The Learning Channel's interest to do so, and the flexibility to continue doing so, when possible, is important to The Learning Channel. Exclusive contracts can be used to induce cable system operators to carry The Learning Channel and to promote its programming.

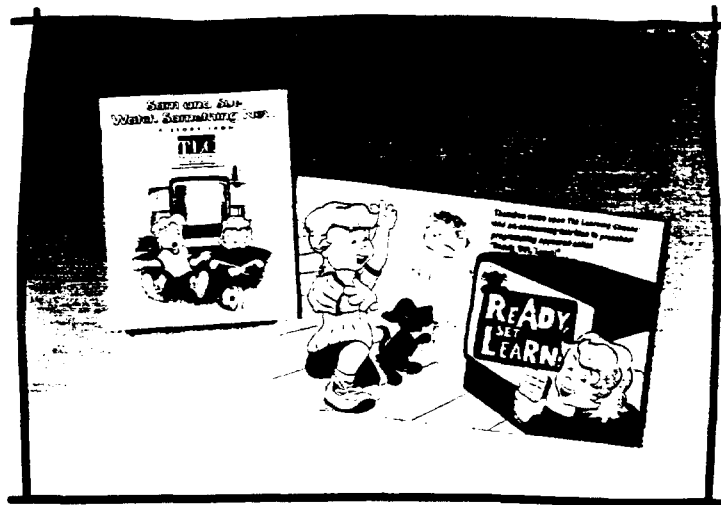
14. The Act's mandate to regulate the number of channels that a cable system speaker can assign to a vertically integrated programmer also hurts The Learning Channel. The Learning Channel is vertically integrated, and this restriction threatens to artificially limit its growth.

I declare under the penalty of perjury that the foregoing is true and correct. Executed on November 12, 1992

William F. Goodwyn
William Goodwyn

② Willie Mae Johnson
③ Stacy Johnson
④ Barbara Johnson
2852.100

All about Ready, Set, Learn!



★ READY, SET, LEARN!

Opportunity: Educators and legislators are recommending quality television as part of a campaign to help send children to school ready to learn. But to hold a preschooler's attention, these programs must also be involving and fun. To put parents at ease and create an uncluttered learning environment, such programs should also be free of commercials. Something parents can feel good about letting their preschoolers watch and learn from.

Solution: As an affiliate of The Learning Channel, you will air Ready, Set, Learn! A 30-hour-a-week morning block on The Learning Channel created to get preschoolers ready to learn. This unique, commercial-free programming airs every weekday morning, 6AM to Noon, ET.

- Hosted by popular children's singer/composer Rory
- Makes learning fun with delightful, insightful series like:
 - **Magic Box** — teaching reading fundamentals
 - **Join In!** — encouraging social interaction
 - **Bookmice** — sharing the joys of reading
 - **Zoobilee Zoo** — develops creativity
 - **Kitty Cats** — solving problems and developing interpersonal skills
 - **Iris the Happy Professor** — teaching children that learning is fun
- Recommended for viewing by the National Education Association
- Commercial-free environment puts parents at ease
- Inspired by the Carnegie Foundation's objective to better utilize "television as a teacher"

★ Benefits:

- Watching cable helps preschoolers prepare for school in an intellectually stimulating and totally enjoyable forum
- Parents can feel good about having their children spend quality time interacting with TV
- The entire nation gains from having a better prepared generation of children "ready to learn" when they enter school

★ Local Benefits:

- You'll be a hero in your community and demonstrate to community leaders and legislators that cable really cares
- You'll be promoting cable programming that appeals to non-subscribers

Find out how you can offer Ready, Set, Learn! programming to an audience that's truly cable-ready. Call your local TLC representative today.
 Eastern/Central: (301) 986-1999
 Western: (310) 551-1611

The Learning Channel
 7700 Wisconsin Avenue
 Bethesda, Maryland 20814-3522
 (301) 986-1999

©1986 Hallmark Cards, Inc.



PROGRAMMING

READY, SET, LEARN!

In January of 1993 The Learning Channel will introduce an exciting new block of programming especially designed for pre-school children. The block titled ***Ready, Set, Learn!*** will provide parents and tots with a forum to learn relevant developmental skills such as reasoning, whole language skills, social interaction with others, basic reading, and conceptualizing/imagination skills. The block will air Monday through Friday mornings .

The Magic Box

This entertaining half-hour program teaches pre-school children to read. Key learning concepts are presented in an entertainment style with songs, alphabet games and individual stories and books. **US Premiere.**

Bookmice

Take three curious puppet mice who love to read, make them secret residents behind the walls of the neighborhood library and watch a lively, new television series unfold. Designed for children to discover the thrill of books and libraries, ***Bookmice*** combines wonderful puppetry and people, live action and animation, songs and storytelling. **US Premiere.**

Zoobilee Zoo

This Emmy nominated series stars Emmy and Tony award-winner Ben Vereen leading an ensemble cast of singers, dancers and actors through adventures in discovery, creativity and fun. Vereen portrays "Mayor Ben" a wise and magical leopard who resides on a mountain top overlooking Zoobilee Zoo. The other residents of this special place are talented animal characters called Zoobles, each of whom represents a special skill in the creative arts.

Zoobilee Zoo received a coveted Achievement in Children's Television award from Action for Children's Television. It is also recommended by the National Education Association, and endorsed by The American Federation of Teachers, The National Association of Elementary School Principals and The American Association of School Administrators. **Cable Premiere.**

-more-